



DECLARATION

As the below-named inventors, we declare that:

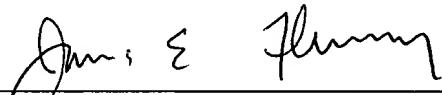
Our residences, post office addresses, and citizenships are as stated below under our names.

We believe we are the original, first, and joint inventors of the invention entitled "METHOD AND APPARATUS FOR VIABLE AND NONVIABLE PROKARYOTIC AND EUKARYOTIC CELL QUANTITATION," which is described and claimed in the specification and claims of Patent Application No. 09/912,266, which we filed in the United States Patent and Trademark Office on July 24, 2001 and for which a patent is sought. This application claims the benefit of Provisional Application No. 60/220,298, filed on July 24, 2000.

We have reviewed and understand the contents of the above-entitled specification, including the claims, as amended by any amendment specifically referred to herein (if any).

We acknowledge our duty to disclose information of which we are aware which is material to the patentability and examination of this application in accordance with 37 C.F.R. § 1.56(a).

We further declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.


James E. Fleming

Date NOV 6 2001

Residence : City of Spokane, County of Spokane
State of Washington

Citizenship : United States of America

P.O. Address : 5412 West Jamie Court
Spokane, Washington 99208

Jason Buck Somes
Jason Buck Somes

Date 11/06/01

Residence : City of Spokane, County of Spokane
State of Washington

Citizenship : United States of America

P.O. Address : 1321 West 11th No. 1
Spokane, Washington 99204

Darby McLean
Darby McLean

Date 11/6/01

Residence : City of Spokane, County of Spokane
State of Washington

Citizenship : United States of America

P.O. Address : 1001 S. Westcliff Pl. Apt. No. A11
Spokane, Washington 99224

Jerry R. Holcomb
Jerry R. Holcomb

Date 10/6/01

Residence : City of Spokane, County of Spokane
State of Washington

Citizenship : United States of America

P.O. Address : 7921 N. Bruce Road
Spokane, Washington 99217

ASSIGNMENT

We, James E. Fleming, Jason Buck Somes, Darby McLean and Jerad R. Holcomb (hereinafter referred to as ASSIGNORS), having post office addresses of 5412 West Jamie Court, Spokane, Washington, 99208, 1321 West 11th, Apt. #1, Spokane, Washington, 99204; 1001 S. Westcliff Pl. No. A11, Spokane, Washington 99224 and 7921 N. Bruce Road, Spokane, Washington 99217, are the joint inventors of an invention entitled "METHOD AND APPARATUS FOR VIABLE AND NONVIABLE PROKARYOTIC AND EUKARYOTIC CELL QUANTITATION," as described and claimed in the specification for which an application for United States letters patent was filed on July 24, 2001 and assigned Application No. 09/912,266. This application claims the benefit of Provisional Application No. 60/220,298, filed July 24, 2000.

WHEREAS, GenPrime, Inc. (hereinafter referred to as ASSIGNEE), a corporation of the State of Washington having a place of business at 157 S. Howard, Suite 605, Spokane, Washington 99201, is desirous of acquiring the entire right, title and interest in and to the invention and in and to any letters patent that may be granted therefor in the United States and in any and all foreign countries;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS hereby sell, assign and transfer unto said ASSIGNEE the entire right, title and interest in and to said invention, said application and any and all letters patent which may be granted for said invention in the United States of America and its territorial possessions and in any and all foreign countries, and in any and all divisions, reissues and continuations thereof, including the right to file foreign applications directly in the name of ASSIGNEE and to claim priority rights deriving from said United States application to which said foreign applications are entitled by virtue of international convention, treaty or otherwise, said invention, application and all letters patent on said invention to be held and enjoyed by ASSIGNEE and its successors and assigns as fully and entirely as the same would have been held and enjoyed by ASSIGNORS had this assignment, transfer and sale not been made. ASSIGNORS hereby authorize and request the Commissioner of Patents and Trademarks to issue all letters patent on said invention to ASSIGNEE. ASSIGNORS agree to execute all instruments and documents required for the making and prosecution of applications for United States and foreign letters patent on said invention, for litigation regarding letters patent, or for the purpose of protecting title to said invention or letters patent therefor.

Nov 6 2001
Date
James E. Fleming
James E. Fleming
State of Washington)
County of Spokane) ss.

I certify that I know or have satisfactory evidence that James E. Fleming is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated 11/6/01
Signature of Notary Public Marcy A. Cocker
Printed Name Marcy A. Cocker
My appointment expires 10-10-03

11/06/01
Date

Jason Buck Some
Jason Buck Some

State of Washington)
County of Spokane)

ss.

I certify that I know or have satisfactory evidence that Jason Buck Some is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated 11/06/01
Signature of Notary Public Marcy A. Cockle
Printed Name Marcy A. Cockle
My appointment expires 10-10-03

11/6/01
Date

Darby McLean
Darby McLean

State of Washington)
County of Spokane)

ss.

I certify that I know or have satisfactory evidence that Darby McLean is the person who appeared before me, and said person acknowledged that she signed this instrument and acknowledged it to be her free and voluntary act for the uses and purposes mentioned in the instrument.

Dated 11/06/01
Signature of Notary Public Marcy A. Cockle
Printed Name Marcy A. Cockle
My appointment expires 10-10-03

11-6-01
Date
State of Washington)
County of Spokane)
Jerad R. Holcomb
ss.

I certify that I know or have satisfactory evidence that Jerad R. Holcomb is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated 10/06/01
Signature of Notary Public Marcy A. Cockle
Printed Name Marcy A. Cockle
My appointment expires 10-10-03